

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

**UNITED STATES SECURITIES AND
EXCHANGE COMMISSION,**

Plaintiff,

vs.

**JOHN F. MARSHALL, Ph. D.
ALAN L. TUCKER, Ph. D., AND
MARK LARSON**

Defendants.

C.A. No. 08CV 2527 (GBD)

Stipulation and Order

STIPULATION AND ORDER

IT IS HEREBY STIPULATED AND AGREED that the claims of Plaintiff Securities and Exchange Commission ("SEC") against Defendant Mark R. Larson shall hereby be dismissed with prejudice, with these parties to bear their own costs, disbursements, attorneys fees and expenses.

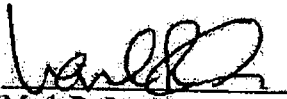
Mr. Larson hereby waives any rights under the Equal Access to Justice Act, the Small Business Regulatory Enforcement Fairness Act of 1996, or any other provision of law to pursue reimbursement of attorney's fees or other fees, expenses, or costs expended by Defendant to defend this action. Defendant agrees that he is not the prevailing party in this action since the parties have reached a good faith settlement. The settlement fully and finally resolves all matters based upon or related to the allegations contained in the Complaint regarding Mark R. Larson.

Dated: **AUG 20 2009**

George B. Daniels
HONORABLE JUDGE **GEORGE B. DANIELS**
United States District Judge
Southern District of New York



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